

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

LP MATTHEWS, L.L.C.)	
)	
Plaintiff,)	
)	
v.)	Civil Action No. 04-1507-SLR
)	
BATH & BODY WORKS, INC.; LIMITED)	
BRANDS, INC.; KAO BRANDS CO.)	
(f/k/a THE ANDREW JERGENS)	
COMPANY); and KAO CORPORATION)	
)	
Defendants.)	

**PLAINTIFF LP MATTHEWS' REPLY TO DEFENDANT
BBW'S COUNTERCLAIMS AND DEMAND FOR JURY TRIAL**

For its Reply to Defendants Bath & Body Works, Inc.'s and Limited Brands, Inc.'s (BBW) Counterclaims (D.I. 22), Plaintiff LP Matthews, L.L.C. admits, denies, states and alleges as follows:

Parties

1. LP Matthews admits the allegations stated by BBW in Paragraph 1 of its Counterclaim.
2. LP Matthews admits the allegations stated by BBW in Paragraph 2 of its Counterclaim.
3. LP Matthews admits the allegations stated by BBW in Paragraph 3 of its Counterclaim.

Jurisdiction

4. LP Matthews admits the allegations stated by BBW in Paragraph 4 of its Counterclaim.

5. LP Matthews admits the allegations stated by BBW in Paragraph 5 of its Counterclaim.

6. LP Matthews admits the allegations stated by BBW in Paragraph 6 of its Counterclaim.

7. LP Matthews admits that this Court has subject matter jurisdiction over this action based on 28 U.S.C. §§ 1331, 1337, 1338, 2201, and 2202. LP Matthews denies that this Court has subject matter jurisdiction over this action based on 28 U.S.C. § 1367.

8. LP Matthews admits the allegations stated by BBW in Paragraph 8 of its Counterclaim.

First Counterclaim (Declaratory Judgment of Patent Non-Infringement)

9. BBW's Paragraph 9 of its Counterclaim does not require a response.

10. LP Matthews denies the allegations stated by BBW in Paragraph 10 of its Counterclaim.

Second Counterclaim (Declaratory Judgment of Patent Invalidity)

11. BBW's Paragraph 11 of its Counterclaim does not require a response.

12. LP Matthews denies the allegations stated by BBW in Paragraph 12 of its Counterclaim.

Third Counterclaim (Exceptional Case)

13. BBW's Paragraph 13 of its Counterclaim does not require a response.

14. LP Matthews denies the allegations stated by BBW in Paragraph 14 of its Counterclaim.

15. LP Matthews denies the allegations stated by BBW in Paragraph 15 of its Counterclaim.

16. LP Matthews denies the allegations stated by BBW in Paragraph 16 of its Counterclaim.

17. LP Matthews denies the allegations stated by BBW in Paragraph 17 of its Counterclaim.

DEMAND FOR JURY TRIAL

LP Matthews demands a jury trial on all issues triable by a jury.

ASHBY & GEDDES

/s/ John G. Day

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Dated: April 26, 2005

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CERTIFICATE OF SERVICE

I hereby certify that on the 26th day of April, 2005, the attached **PLAINTIFF LP MATTHEWS' REPLY TO DEFENDANT BBW'S COUNTERCLAIMS AND DEMAND FOR JURY TRIAL** was served upon the below-named counsel of record at the address and in the manner indicated:

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/s/ John G. Day
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